

Fill in this information to identify the caseDebtor name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number 16-35225
(if known) Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets -- Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
 Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts (*Identify all*)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. <u>Whitney Bank</u>	<u>Checking account</u>	<u>4 5 8 3</u>	<u>\$93.00</u>
4. Other cash equivalents (<i>Identify all</i>)			
Name of institution (bank or brokerage firm)			
5. Total of Part 1			<u>\$93.00</u>
Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.			

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
 Yes. Fill in the information below.

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	Current value of debtor's interest
7. Deposits, including security deposits and utility deposits	
Description, including name of holder of deposit	
8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent	
Description, including name of holder of prepayment	
9. Total of Part 2.	<input type="text"/>
Add lines 7 through 8. Copy the total to line 81.	<input type="text" value="\$0.00"/>

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
 Yes. Fill in the information below.

11. Accounts receivable

11a. 90 days old or less:	<u>\$0.00</u>	-	<u>\$0.00</u>	= →	<u>\$0.00</u>
face amount			doubtful or uncollectible accounts		
11b. Over 90 days old:	<u>\$0.00</u>	-	<u>\$0.00</u>	= →	<u>\$0.00</u>
face amount			doubtful or uncollectible accounts		

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
 Yes. Fill in the information below.

14. Mutual funds or publicly traded stocks not included in Part 1

Valuation method
used for current value Current value of
debtor's interest

Name of fund or stock:
15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

% of ownership:

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
 Yes. Fill in the information below.

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General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies				
23. Total of Part 5	Add lines 19 through 22. Copy the total to line 84.			\$0.00
24. Is any of the property listed in Part 5 perishable?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____			
26. Has any of the property listed in Part 5 been appraised by a professional within the last year?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops--either planted or harvested			
29. Farm animals Examples: Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			
33. Total of Part 6.	Add lines 28 through 32. Copy the total to line 85.		\$0.00
34. Is the debtor a member of an agricultural cooperative?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative? <input type="checkbox"/> No <input type="checkbox"/> Yes		
35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____		
36. Is a depreciation schedule available for any of the property listed in Part 6?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
37. Has any of the property listed in Part 6 been appraised by a professional within the last year?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

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Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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39. Office furniture

40. Office fixtures

41. Office equipment, including all computer equipment and communication systems equipment and software

42. Collectibles *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- No
 Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- No
 Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
 Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

48. Watercraft, trailers, motors, and related accessories *Examples:* Boats trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
 Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
 Yes

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Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.

Yes. Fill in the information below.

71. Notes receivable

Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

73. Interests in insurance policies or annuities

74. Causes of action against third parties (whether or not a lawsuit has been filed)

Co-claimant against World Energy Ventures LLC and against Hector Sulaiman

\$35,000,000.00

Nature of claim Counterclaim

Amount requested \$35,000,000.00

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed Examples: Season tickets, country club membership

Contractual access rights to 40 sq miles of 3D seismic data

\$400,000.00

Capitalized development costs - oil & gas prospects, net of impairment

\$2,123,868.00

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$37,523,868.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

No

Yes

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Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$93.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$0.00	
88. Real property. <i>Copy line 56, Part 9.....</i> →		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$37,523,868.00	
91. Total. Add lines 80 through 90 for each column. 91a.	\$37,523,961.00	+ 91b. \$0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		\$37,523,961.00

Fill in this information to identify the case:Debtor name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number 16-35225
(if known) Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.**

Column A Amount of claim Do not deduct the value of collateral	Column B Value of collateral that supports this claim
--	--

2.1 Creditor's name <u>World Energy Ventures LLC</u>	Describe debtor's property that is subject to a lien <u>Seismic data & development costs</u>	\$7,500,000.00	\$7,500,000.00
Creditor's mailing address <u>Hector Sulaiman</u>	Describe the lien <u>Campos Eliseos 400 - 701</u>		
Col. Lomas de Chapultepec	Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
Creditor's email address, if known	Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)		
Date debt was incurred <u>2013</u>	As of the petition filing date, the claim is: Check all that apply.		
Last 4 digits of account number	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority.			

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.\$7,500,000.00

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Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Robert S. Saunders, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 920 North King Street, 7th. Floor P.O. Box 636 Wilmington DE 19801	Line <u>2.1</u>	_____

Fill in this information to identify the case:

Debtor	<u>Northwind Energy Partners, LLC</u>
United States Bankruptcy Court for the: <u>SOUTHERN DISTRICT OF TEXAS</u>	
Case number (if known)	<u>16-35225</u>

Check if this is an amended filing

Official Form 206E/F**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.
 Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part. If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
2.1 Priority creditor's name and mailing address		
<u>Internal Revenue Service</u>	<u>As of the petition filing date, the claim is: Check all that apply.</u>	<u>\$864,925.82</u> <u>\$864,925.82</u>
<u>P.O. Box 7346</u>	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	
<u>Philadelphia PA 19101-7346</u>	<u>Basis for the claim:</u>	
Date or dates debt was incurred		
Last 4 digits of account number		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(<u>8</u>)		

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$137,302.47
<i>Check all that apply.</i>			
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Basis for the claim:			
<u>Wilmington</u> DE <u>19807</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number			
3.2	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$8,013.53
<i>Check all that apply.</i>			
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Basis for the claim:			
<u>Kenilworth</u> IL <u>60043</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number			
3.3	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$9,756.65
<i>Check all that apply.</i>			
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Basis for the claim:			
<u>Dallas</u> TX <u>75283-2407</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number			
3.4	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$27,982.56
<i>Check all that apply.</i>			
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Basis for the claim:			
<u>Baton Rouge</u> LA <u>70896</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Last 4 digits of account number			

Debtor **Northwind Energy Partners, LLC**

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Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.5	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$61,409.59
Deane Pierce		<i>Check all that apply.</i>	
c/o David M. Stiles, III		<input type="checkbox"/> Contingent	
3411 Richmond Ave., #400		<input type="checkbox"/> Unliquidated	
		<input checked="" type="checkbox"/> Disputed	
		Basis for the claim:	
Houston TX 77046		Judgment	
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.6	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$39,550.46
Eula May Johnston Trust		<i>Check all that apply.</i>	
Bank of America, NA		<input type="checkbox"/> Contingent	
PO Box 832407		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
Dallas TX 75283-2407			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.7	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$110,030.26
Fischer Childrens Common		<i>Check all that apply.</i>	
P.O. Box 832407		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
Dallas TX 75283-2407			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.8	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$438,128.66
French Capital Partners Ltd.		<i>Check all that apply.</i>	
P.O. Box 11327		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
Midland TX 79702			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.9 Nonpriority creditor's name and mailing address <u>French Land & Cattle Ltd.</u> <u>P.O. Box 11327</u> <hr/> <u>Midland</u> <u>TX</u> <u>79702</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <hr/> <u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>	\$311,876.01
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.10 Nonpriority creditor's name and mailing address <u>Grand Gulf Enrgy, LLC</u> <u>c/o David K. McCrory</u> <u>1313 West Pinhook Rd.</u> <u>PO Drawer 52606</u> <u>Lafayette</u> <u>LA</u> <u>70505-2606</u>		
As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <hr/> <u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>		\$87,436.40
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.11 Nonpriority creditor's name and mailing address <u>Gulf Coast Midwest Energy Prtnrs</u> <u>1811 Bering Dr.</u> <hr/> <u>Houston</u> <u>TX</u> <u>77057</u>		
As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <hr/> <u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>		\$74,476.20
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.12 Nonpriority creditor's name and mailing address <u>Gyrodata, Inc.</u> <u>23000 Northwest Lake Drive</u> <hr/> <u>Houston</u> <u>TX</u> <u>77095</u>		
As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <hr/> <u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>		\$328,066.00
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

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Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.13	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1.00
<u>Hector Sulaiman</u>		<input type="checkbox"/> Contingent	
<u>Campos Eliseos 400 - 701</u>		<input type="checkbox"/> Unliquidated	
<u>Col. Lomas de Chapultepec</u>		<input checked="" type="checkbox"/> Disputed	
<u>CP 11000, Mexico D.F.8</u>		Basis for the claim:	
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.14	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$21,284.96
<u>Henry R. Clay Trust</u>		<input type="checkbox"/> Contingent	
<u>P.O. Box 832407</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
<u>Dallas</u> TX <u>75283-2407</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.15	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$139,431.06
<u>Inverness Corp.</u>		<input type="checkbox"/> Contingent	
<u>616 Fitzpatrick Ave.</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
<u>Waco</u> TX <u>76708</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.16	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$13,970.32
<u>Jakal Oil Company</u>		<input type="checkbox"/> Contingent	
<u>307 West 7th Street, Ste. 1718</u>		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
<u>Fort Worth</u> TX <u>76102</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.17	Nonpriority creditor's name and mailing address <u>Jason Blake Tollett Trust</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$41,687.86
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas</u> <u>TX</u> <u>75283-2407</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.18	Nonpriority creditor's name and mailing address <u>Laughlin Family Joint Venture</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$40,450.39
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas</u> <u>TX</u> <u>75283-2407</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.19	Nonpriority creditor's name and mailing address <u>Lee Wiley Moncrief 1988 Trust</u> <u>Bank of America NA</u> <u>PO Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$60,600.71
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas</u> <u>TX</u> <u>75283-2407</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.20	Nonpriority creditor's name and mailing address <u>Marcia Fuller French</u> <u>P.O. Box 11327</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$117,217.60
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Midland</u> <u>TX</u> <u>79702</u>			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLC

Case number (if known) 16-35225

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.21	Nonpriority creditor's name and mailing address			As of the petition filing date, the claim is: Check all that apply.	\$9,440.38
Maurice H. Blanks			<input type="checkbox"/> Contingent		
Bank of America, N.A., Agent			<input type="checkbox"/> Unliquidated		
P.O. Box 832407			<input type="checkbox"/> Disputed		
Basis for the claim:					
Dallas		TX	75283-2407		
Date or dates debt was incurred _____					
Last 4 digits of account number _____					
Is the claim subject to offset?					
<input checked="" type="checkbox"/> No			<input type="checkbox"/> Yes		
3.22	Nonpriority creditor's name and mailing address			As of the petition filing date, the claim is: Check all that apply.	\$1,215.89
Mike Bonds			<input type="checkbox"/> Contingent		
151 Abingdon Ave.			<input type="checkbox"/> Unliquidated		
_____			<input type="checkbox"/> Disputed		
Basis for the claim:					
Kenilworth		IL	60043		
Date or dates debt was incurred _____					
Last 4 digits of account number _____					
Is the claim subject to offset?					
<input checked="" type="checkbox"/> No			<input type="checkbox"/> Yes		
3.23	Nonpriority creditor's name and mailing address			As of the petition filing date, the claim is: Check all that apply.	\$89,471.30
MSC Minerals Ltd			<input type="checkbox"/> Contingent		
Bank of America, N.A., Agent			<input type="checkbox"/> Unliquidated		
P.O. Box 832407			<input type="checkbox"/> Disputed		
Basis for the claim:					
Dallas		TX	75283-2407		
Date or dates debt was incurred _____					
Last 4 digits of account number _____					
Is the claim subject to offset?					
<input checked="" type="checkbox"/> No			<input type="checkbox"/> Yes		
3.24	Nonpriority creditor's name and mailing address			As of the petition filing date, the claim is: Check all that apply.	\$29,491.38
New Orleans I Holdings, LLC			<input type="checkbox"/> Contingent		
1100 Poydras St			<input type="checkbox"/> Unliquidated		
_____			<input type="checkbox"/> Disputed		
Basis for the claim:					
New Orleans		LA	20112		
Date or dates debt was incurred _____					
Last 4 digits of account number _____					
Is the claim subject to offset?					
<input checked="" type="checkbox"/> No			<input type="checkbox"/> Yes		

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.25 Nonpriority creditor's name and mailing address <u>P2ES Holdings LLC</u> <u>c/o CMI Credit Mediators Inc.</u> <u>P.O. Box 456</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$40,359.02
Basis for the claim:		
<u>Upper Darby</u> PA 19082		
Date or dates debt was incurred	Is the claim subject to offset?	
<u> </u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.26 Nonpriority creditor's name and mailing address <u>Patricia P. Schieffler Rev Tst</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$31,577.26
Basis for the claim:		
<u>Dallas</u> TX 75283-2407		
Date or dates debt was incurred	Is the claim subject to offset?	
<u> </u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.27 Nonpriority creditor's name and mailing address <u>Patricia Penrose Schieffler OG</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$51,427.08
Basis for the claim:		
<u>Dallas</u> TX 75283-2407		
Date or dates debt was incurred	Is the claim subject to offset?	
<u> </u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.28 Nonpriority creditor's name and mailing address <u>Petrodome Bayou Choctaw LLC</u> <u>4203 Yoakum Blvd., Ste. 170</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$156,454.77
Basis for the claim:		
<u>Houston</u> TX 77006		
Date or dates debt was incurred	Is the claim subject to offset?	
<u> </u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.29 Nonpriority creditor's name and mailing address <u>Petrust Corp of Amer. Agency</u> <u>Bank of America, Agent</u> <u>PO Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$52,252.20
Basis for the claim:		
<u>Dallas</u> <u>TX</u> <u>75283-2407</u>		
Is the claim subject to offset?		
<u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Basis for the claim:		
3.30 Nonpriority creditor's name and mailing address <u>Prime Oil & Gas, Inc.</u> <u>110 East 59th. St., 33rd. Floor</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$1,450,900.36
Basis for the claim:		
<u>New York</u> <u>NY</u> <u>10022</u>		
Is the claim subject to offset?		
<u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Basis for the claim:		
3.31 Nonpriority creditor's name and mailing address <u>Rayond L. Tollett Jr Trust</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$43,210.37
Basis for the claim:		
<u>Dallas</u> <u>TX</u> <u>75283-2407</u>		
Is the claim subject to offset?		
<u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
Basis for the claim:		
3.32 Nonpriority creditor's name and mailing address <u>Stradera Energy Partners I LP</u> <u>2202 Camelback Dr.</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$1.00
Basis for the claim:		
<u>San Antonio</u> <u>TX</u> <u>78209</u>		
Is the claim subject to offset?		
<u>Date or dates debt was incurred</u> <u>Last 4 digits of account number</u>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.33	Nonpriority creditor's name and mailing address <u>Stradera Energy Partners II LP</u> <u>2202 Camelback Dr.</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$2,934,726.93
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>San Antonio</u> TX 78209			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.34	Nonpriority creditor's name and mailing address <u>Strike Investments, LLC</u> <u>Attn: Cliff Keiser</u> <u>4603 Branchview Drive</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$27,843.56
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Arlington</u> TX 76017			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.35	Nonpriority creditor's name and mailing address <u>Tatum Living Trust</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$41,323.11
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas</u> TX 75283-2407			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	
3.36	Nonpriority creditor's name and mailing address <u>Tubb Memorial LP</u> <u>Bank of America NA</u> <u>P.O. Box 832407</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$32,197.67
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
<u>Dallas</u> TX 75283-2407			
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.37	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$20,586.45</u>
<u>Virginia Clay Dorman Agency</u> <u>P.O. Box 832407</u>		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Basis for the claim:			
Dallas	TX	75283-2407	
Date or dates debt was incurred		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
Last 4 digits of account number		<input type="checkbox"/> Yes	

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	<u>James M. Garner, Esq.</u> <u>SHER GARNER CAHILL RICHTER KLEIN</u> <u>& HILBERT LLC</u> <u>909 Poydras Street, 28th Floor</u> <u>New Orleans LA 20112-4046</u>	Line <u>3.24</u>	_____
		<input type="checkbox"/> Not listed. Explain:	
4.2	<u>Wesley G. Lotz, Esq.</u> <u>Fulkerson Lotz LLP</u> <u>700 Louisiana Street, Suite 2500</u> <u>Houston TX 77002-2773</u>	Line <u>3.12</u>	_____
		<input type="checkbox"/> Not listed. Explain:	

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

	Total of claim amounts
5a. Total claims from Part 1	5a. <u>\$864,925.82</u>
5b. Total claims from Part 2	5b. + <u>\$7,081,151.42</u>
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	<u>\$7,946,077.24</u>

Fill in this information to identify the case:

Debtor name	<u>Northwind Energy Partners, LLC</u>	
United States Bankruptcy Court for the: <u>SOUTHERN DISTRICT OF TEXAS</u>		
Case number (if known)	<u>16-35225</u>	Chapter <u>7</u>

Check if this is an amended filing

Official Form 206G**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	Consultant Services Contract	BriSon Oil & Gas, LLC 1811 Bering Drive Suite 400
	State the term remaining		
	List the contract number of any government contract		Houston TX 77057
2.2	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement	Burnside Energy, LLC 1811 Bering Drive Suite 400
	State the term remaining		
	List the contract number of any government contract		Houston TX 77057
2.3	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement between Burnside Energy, LLC and Legend Petroleum, LP effective 8/30/12	Burnside Energy, LLC 1811 Bering Drive Suite 400
	State the term remaining		
	List the contract number of any government contract		Houston TX 77057
2.4	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement	Legend Petroleum, LP 1811 Bering Drive Suite 400
	State the term remaining		
	List the contract number of any government contract		Houston TX 77057

Fill in this information to identify the case:

Debtor name	<u>Northwind Energy Partners, LLC</u>
United States Bankruptcy Court for the: <u>SOUTHERN DISTRICT OF TEXAS</u>	
Case number (if known)	<u>16-35225</u>

Check if this is an amended filing

Official Form 206H**Schedule H: Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, *Schedules D-G*. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Name

Mailing address

Column 2: Creditor

Name

*Check all schedules
that apply:*

Fill in this information to identify the case:

Debtor Name Northwind Energy Partners, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known): 16-35225

Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B.....	\$0.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$37,523,961.00
1c. Total of all property Copy line 92 from Schedule A/B.....	\$37,523,961.00

Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D.....

\$7,500,000.00

3. *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$864,925.82
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+ \$7,081,151.42

4. Total liabilities

Lines 2 + 3a + 3b.....

\$15,446,077.24

Fill in this information to identify the case and this filing:

Debtor Name	<u>Northwind Energy Partners, LLC</u>
United States Bankruptcy Court for the:	<u>SOUTHERN DISTRICT OF TEXAS</u>
Case number (if known)	<u>16-35225</u>

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- A Summary of Assets and Liabilities for Non-Individuals (Official Form 206-Summary)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/01/2016 X Thomas L. Easley
MM / DD / YYYY

Signature of individual signing on behalf of debtor

Thomas L. Easley

Printed name

Sr. Vice President

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name	Northwind Energy Partners, LLC
United States Bankruptcy Court for the:	SOUTHERN DISTRICT OF TEXAS
Case number (if known)	16-35225

Check if this is an amended filing

Official Form 207**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**

None

Identify the beginning and ending dates of the debtor's fiscal year,
which may be a calendar year

Sources of revenue
Check all that apply.

Gross revenue
(before deductions
and exclusions)

From the beginning of the fiscal year to filing date:	From <u>01/01/2016</u> to <u>MM / DD / YYYY</u>	Filing date	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$0.00
For prior year:	From <u>01/01/2015</u> to <u>MM / DD / YYYY</u>	<u>12/31/2015</u> <u>MM / DD / YYYY</u>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$0.00
For the year before that:	From <u>01/01/2014</u> to <u>MM / DD / YYYY</u>	<u>12/31/2014</u> <u>MM / DD / YYYY</u>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$416,774.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None

	Case title	Nature of case	Court or agency's name and address	Status of case
7.1.	<u>World Energy v Northwind Gulf Coast et al</u>	<u>Breach of contract, counterclaim</u>	<u>Superior Court, Newcastle Co., DE</u>	<input checked="" type="checkbox"/> Pending
			Name <u>NCC Courthouse</u>	<input type="checkbox"/> On appeal
			Street <u>500 N. King St.</u>	<input type="checkbox"/> Concluded
	<u>Case number</u> <u>CA #N15C-03-241WCC</u>		<u>Wilmington</u> DE <u>19801</u>	City State ZIP Code

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None

Who was paid or who received the transfer?	If not money, describe the property transferred	Dates	Total amount or value
<u>11.1. Fuqua & Associates, PC</u>		<u>10/18/16</u>	<u>\$17,500.00</u>
Address			
<u>5005 Riverway</u>			
<u>Street</u>			
<u>Suite 250</u>			
<u>Houston</u>	<u>TX</u>	<u>77056</u>	
City	State	ZIP Code	
Email or website address			
<u>rifuqua@fuqualegal.com</u>			
Who made the payment, if not debtor?			
<u>Arena Power Co and L.R. French III</u>			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None

Debtor	<u>Northwind Energy Partners, LLC</u>	Name	Case number (if known)	<u>16-35225</u>
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13. Transfers not already listed on this statement

List any transfers of money or other property--by sale, trade, or any other means--made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.

Yes. Fill in the information below.

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

No.

Yes. State the nature of the information collected and retained _____

Does the debtor have a privacy policy about that information?

No.

Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

No. Go to Part 10.

Yes. Fill in below:

Debtor Northwind Energy Partners, LLC
Name

Case number (if known) 16-35225

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
Include checking, savings, money market, or other financial accounts, certificates of deposit, and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?

Include settlements and orders.

No

Yes. Provide details below.

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- No
 Yes. Provide details below.

24. Has the debtor notified any governmental unit of any release of hazardous material?

- No
 Yes. Provide details below.

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

	Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1.	<u>Northwind Gulf Coast, LLC</u> Name <u>1811 Bering Drive</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	<u>Oil & gas development</u> <u>Chapter 7 Debtor, Case #16-35227</u> <u>Southern District of Texas,</u> <u>Houston Div</u>	EIN: <u>9</u> <u>0</u> - <u>1</u> <u>0</u> <u>1</u> <u>9</u> <u>2</u> <u>2</u> <u>0</u>
			Dates business existed
			From <u>9/30/13</u> To <u>10/18/16</u>
25.2.	<u>Louisiana Energy Acquisition & Dev</u> <u>LLC</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	<u>Oil & gas lease acquisition</u>	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>1</u> <u>0</u> <u>4</u> <u>2</u> <u>5</u> <u>1</u> <u>4</u>
			Dates business existed
			From <u>July 2010</u> To <u>2012</u>
25.3.	<u>Northwind L&D</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	<u>Oil & gas</u>	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>4</u> <u>2</u> <u>7</u> <u>0</u> <u>7</u> <u>7</u> <u>7</u>
			Dates business existed
			From <u>July 2010</u> To <u>2012</u>
25.4.	<u>Northwind Oil & Gas, LLC</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	<u>Oil & gas operator</u>	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>3</u> <u>0</u> <u>2</u> <u>6</u> <u>6</u> <u>2</u> <u>6</u>
			Dates business existed
			From <u>July 2010</u> To <u>2013</u>

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

26. Books, records, and financial statements

- 26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address

Dates of service

26a.1. Richard Halprin From 2011 To present
 Name
1811 Bering Dr.
 Street
Suite 400

Houston TX 77057
 City State ZIP Code

Name and address

Dates of service

26a.2. Maggie Alvarez From 2012 To present
 Name
1811 Bering
 Street
Suite 400

Houston TX 77057
 City State ZIP Code

Name and address

Dates of service

26a.3. Cantrell & Cantrell PLLC From 2015 To present
 Name
3700 Buffalo Speedway
 Street
Suite 520

Houston TX 77098
 City State ZIP Code

Name and address

Dates of service

26a.4. Richard R. Kostboth, CPA From 2011 To 2011
 Name
Arledge & Associates, PC
 Street
309 North Bryant

Edmond OK 73034
 City State ZIP Code

- 26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

- 26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address

If any books of account and records are unavailable, explain why

26c.1. Thomas L. Easley Laptop computer files hacked 9/30/16.
 Name Debtor's representative is attempting to
1811 Bering Drive retrieve files.
 Street
Suite 400

Houston TX 77057
 City State ZIP Code

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

- 26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

26d.1. World Energy Ventures LLC

Name

c/o Robert S. Saunders, Esq.

Street

920 N. King St., 7th Floor

Wilmington

DE

19801

City

State

ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No.

Yes. Give the details about the two most recent inventories.

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Thomas L. Easley	1811 Bering Drive Suite 400 Houston, TX 77057	Manager / Membership interest	5.7078%
L.R. French III	1811 Bering Suite 400 Houston, TX 77057	Manager / None	0%
Northwind 32 Partners, LP	1800 Bering Suite 400 Houston, TX 77057	Member / Membership interest	41.4003%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No

Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
 Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
 Yes. Identify below.

Part 14: Signature and Declaration

**WARNING --Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/01/2016
MM/DD/YYYY
 X Thomas L. Easley
 Signature of individual signing on behalf of the debtor

Printed name Thomas L. Easley

Position or relationship to debtor Sr. Vice President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- No
 Yes

B2030 (Form 2030) (12/15)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re **Northwind Energy Partners, LLC**Case No. **16-35225**Chapter **7**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	Fixed Fee: <u>\$17,500.00</u>
Prior to the filing of this statement I have received.....	<u>\$17,500.00</u>
Balance Due.....	<u>\$0.00</u>

2. The source of the compensation paid to me was:

Debtor Other (specify)
Arena Power Company and L.R. French III

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

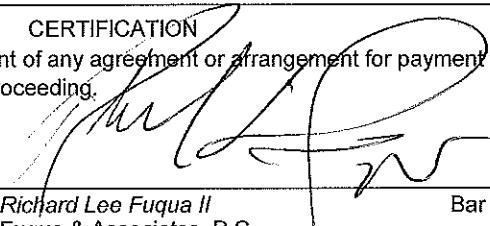
I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION	
I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.	
<u>11/01/16</u> Date	_____  Richard Lee Fuqua II Fuqua & Associates, P.C. 5005 Riverway, Suite 250 Houston, TX 77056 Phone: (713) 960-0277 / Fax: (713) 960-1064
Bar No. 07552300	


Thomas L. Easley
Sr. Vice President